

# INDEPENDENT NEWSMEDIA INC. USA

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State of Delaware:

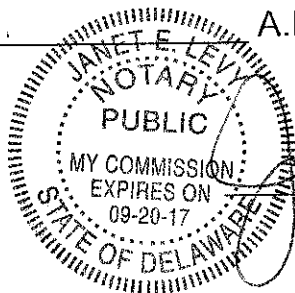
County of Kent:

Before me, a Notary Public, for the County and State aforesaid, Edward Dulin, known to me to be such, who being sworn according to law deposes and says that he is President of Independent Newsmedia Inc. USA, the publisher of the **Delaware State News**, a daily newspaper published at Dover, County of Kent, and State of Delaware, and that the notice, a copy of which is hereto attached, as published in the **Delaware State News** in its issue of September 1<sup>st</sup>, 2016.



President  
Independent Newsmedia Inc. USA

Sworn to and subscribed before me this 2nd  
Day of September A.D. 2016



  
Notary Public

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF DELAWARE**

**IN THE MATTER OF THE APPLICATION OF DELMARVA POWER & LIGHT  
COMPANY, EXELON CORPORATION, PEPSCO HOLDINGS, INC., PURPLE  
ACQUISITION CORPORATION, EXELON ENERGY DELIVERY COMPANY, LLC  
AND SPECIAL PURPOSE ENTITY, LLC FOR APPROVALS UNDER THE  
PROVISIONS OF 26 Del. C. §§ 215 AND 1016  
(FILED JUNE 18, 2014) PSC DOCKET NO. 14-193**

**PUBLIC NOTICE  
HEARING CONCERNING ALLOCATION OF ADDITIONAL BENEFITS  
RELATED TO TRANSFER OF CONTROL**

The Delaware Public Service Commission (the "Commission") will conduct a hearing related to the allocation of additional benefits under the Amended Settlement Agreement approved by the Commission related to a change of control of Delmarva Power & Light Company ("Delmarva Power") at the following time and location:

**Date and Time**  
Tuesday, September 20, 2016,  
commencing at 1:00 p.m.

**Location**  
Delaware Public Service Commission  
Cannon Building, Hearing Room  
861 Silver Lake Boulevard  
Dover, Delaware 19904

On June 18, 2014, Delmarva Power, Exelon Corporation ("Exelon"), Pepco Holdings, Inc. ("PHI"), Purple Acquisition Company, Exelon Energy Delivery Company, LLC ("EEDC"), and Special Purpose Entity, LLC ("SPE") (collectively, the "Applicants") filed an application (the "Application") seeking approvals under 26 Del. C. §§ 215 and 1016 for a change of control of Delmarva Power to be effected by a merger of PHI with a wholly owned subsidiary of Exelon (the "Merger").

On April 7, 2015, the Applicants, the Delaware Public Service Commission Staff ("Staff"), the Delaware Division of the Public Advocate (the "Public Advocate"), and intervenors Delaware Department of Natural Resources and Environmental Control ("DNREC"), the Delaware Sustainable Energy Utility (the "SEU"), Mid-Atlantic Renewable Energy Coalition ("MAREC"), and the Clean Air Council ("CAC") (collectively, the "Settling Parties") entered into an Amended Settlement Agreement (the "Amended Settlement Agreement"). Among other provisions, the Amended Settlement Agreement included a "most favored nation" ("MFN") provision, pursuant to which the Applicants agreed, subject to conditions specified in the Amended Settlement Agreement, to provide additional benefits in the State of Delaware if greater benefits were ordered or agreed to by the Applicants in connection with approval of the Merger in another jurisdiction.

Following an evidentiary hearing conducted on April 7, 2015, and public deliberations conducted on May 19, 2015, the Commission adopted Order No. 8746 on June 2, 2015, which approved the Merger pursuant to the terms of the Amended Settlement Agreement. The Commission reserved jurisdiction to consider the allocation of additional benefits arising from the MFN provisions of the Amended Settlement Agreement. After receipt of all required approvals (including that of the Commission by Order No. 8746), Exelon and PHI completed the Merger on March 23, 2016. PHI's subsidiaries (including Delmarva Power) now operate as part of Exelon's holding company system. Delmarva Power remains as a separate public utility and will continue to provide electric and natural gas delivery to its Delaware customers as a subsidiary of Exelon.

The Amended Settlement Agreement provided for benefits to Delmarva Power's Delaware customers with a total value of approximately \$45,006,009. Among other things, in April and May 2016, Delmarva Power's residential electric and natural gas delivery customers received bill credits from Delmarva Power totaling \$40,000,000.

The Settling Parties have agreed that under the MFN provisions of the Amended Settlement Agreement, additional benefits totaling \$27.1 million are due in to be provided in Delaware.

At the hearing on September 20, 2016, the Commission will hear from the parties and consider how to allocate additional benefits from the Merger. The Applicants have filed a summary of the additional benefits to be provided in Delaware under the MFN provisions, and have calculated the amount of additional benefits to be \$27,132,618 (in addition to the \$44,006,009 provided for under the Amended Settlement Agreement). On August 12, 2016, certain parties filed proposals for the allocation of additional benefits. The parties presently anticipate filing a summary of their respective positions on a proposed allocation by August 29, 2016. Pursuant to the Amended Settlement Agreement, the Commission retains the authority to allocate the additional benefits.

Any person who wishes to submit written comments related to the MFN provision or the allocation of additional benefits may submit such comments in writing on or before 5:00 p.m. on Monday, September 12, 2016. Comments may be submitted in writing to the Commission or may be filed through the Commission's website at Commission's website at:

<https://delafile.delaware.gov>.

Anyone planning to attend the hearing should consult the Commission's website prior to the day of the hearing for cancellations, changes in the date or time or how the hearings will be conducted.

You are invited to review Applicants' Application, the Amended Settlement Agreement, the non-confidential testimony and materials filed by the Applicants and other parties, and any other non-confidential materials subsequently filed in this matter. You may review documents posted on the Commission's website at <https://delafile.delaware.gov>.

If you would like to review documents at the Commission's offices, please contact the Commission Staff to arrange a time for your review. You may also review copies of the Applicants' Application, the Amended Settlement Agreement or related documents at the office of the Division of the Public Advocate at either of its two locations: (1) the Carvel State Office Building, 820 North French Street, 4th Floor, Wilmington, Delaware 19801; or (2) 29 South State Street, Dover, Delaware 19901. Please call (302) 577-5077 (Wilmington) or (302) 241-2555 (Dover) to arrange a time for such review.

If you wish to request copies of documents in this matter, please submit a Freedom of Information Act Request Form. This form may be found at:

<http://smu.portal.delaware.gov/cgi-bin/mail.php?foia-request&subj=DOS>

The Commission will respond to your request in accordance with the Delaware Freedom of Information Act, 29 Del. C. ch. 100.

If you have a disability and wish to participate or to review the materials in this matter, please contact the Commission to discuss any auxiliary aids or services you might need to help you. You may contact the Commission in person, by writing, by telephone (including text telephone), by Internet e-mail, or other means.

If you have questions about this matter, you may call the Commission at 1-800-282-8574 (toll-free in Delaware) or (302) 736-7500 (voice and text telephone). You may also send questions regarding this matter by Internet e-mail addressed to [Connie.McDowell@state.de.us](mailto:Connie.McDowell@state.de.us).